

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
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**ORDER**  
**DENYING SUBSTANTIAL CONTRIBUTION CLAIM OF**  
**HIGHLAND CAPITAL MANAGEMENT L.P. PURSUANT TO 11 U.S.C. §**  
**503(b)(3) AND (b)(4)**

Upon the Application Of Highland Capital Management, L.P. Pursuant To 11 U.S.C. §§ 503(b)(3) And 503(b)(4) For Allowance And Reimbursement Of Reasonable Professional Fees And Actual, Necessary Expenses In Making A Substantial Contribution In These Chapter 11 Cases (Docket No. 19112) (the "Highland Application"); and upon the Objection Of The United States Trustee To Creditors' Applications For Reimbursement Of Professional Fees And Expenses (Docket No. 19860); and upon the Reorganized Debtors' Objection To Substantial Contribution And Certain Other Applications Pursuant To 11 U.S.C. §§ 503(b)(3)-(4) And 1129(a)(4) For Reimbursement Of Actual And Necessary Expenses And Professional Fees (Docket No. 20064) of DPH Holdings Corp. ("DPH Holdings") and its affiliated reorganized debtors in the above-captioned cases (together with DPH Holdings, the "Reorganized Debtors"); and upon the Supplement to the Highland Application filed by Highland Capital Management, L.P. ("Highland") (Docket No. 20160); and upon the Declaration of Patrick H. Daugherty in support of the Highland Application (Docket No. 20284); and upon the Reorganized Debtors' Supplemental Reply to the Highland Application (Docket No. 20676);

and there being due and sufficient notice of the Highland Application and the October 21, 2010 omnibus hearing held on the Highland Application (the "Hearing"), and no further notice being necessary; and this Court having core jurisdiction over the contested matters set forth in this matter pursuant to 28 U.S.C. §§ 157(b) and 1334; and venue of this case and proceeding in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and upon the record of the Hearing, and for the reasons stated by the Court therein, which constitute the findings of fact and conclusions of law in support of entry of this Order; and after due deliberation thereon, and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Highland Application is denied in its entirety.
2. This Court shall retain jurisdiction over the Reorganized Debtors and Highland to hear and determine all matters arising from the implementation of this order.

Dated: White Plains, New York  
October 26, 2010

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE